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Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF SECRETARY

In the Matter of

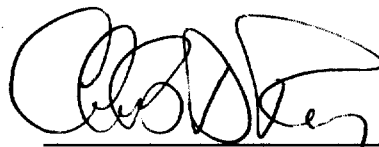
Petition of the Connecticut ) PR Docket No. 94-106  
Department of Public Utility )  
Control to Retain Regulatory )  
Control of the Rates of )  
Wholesale Cellular Service )  
Providers in the State of )  
Connecticut )

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**DECLARATION**

I, Charles D. Ray of Cummings & Lockwood, ("C&L"),  
counsel to Connecticut Telephone and Communication Systems  
declare under penalty or perjury that I have read the Protective  
Order that has been entered by the Wireless Telecommunications  
Bureau in Federal Communications Commission proceeding PR Docket  
No. 94-106, and that I agree that I and C&L will be bound by its  
terms pertaining to the confidentiality of Confidential  
Information and that I am not involved in devising marketing  
plans for any of the Parties.

A copy of the full text of Appendix B, Federal  
Communications Commission PR Docket No. 94-106 PROTECTIVE ORDER  
(Connecticut), is attached.

  
\_\_\_\_\_  
Charles D. Ray

Cummings & Lockwood  
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(203) 275-6700

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**APPENDIX B**  
**FEDERAL COMMUNICATIONS COMMISSION**  
**PR DOCKET NO. 94-106**  
**PROTECTIVE ORDER (CONNECTICUT)**

WHEREAS Springwich Cellular Limited Partnership ("Springwich") and Metro Mobile CTS of Fairfield County, Inc., Metro Mobile CTS of Hartford, Inc., Metro Mobile CTS of New Haven, Inc., Metro Mobile CTS of New London, Inc., Metro Mobile CTS of Windham, Inc. (collectively "Metro Mobile"), and Litchfield County Cellular, Inc. ("Litchfield") are providing certain information, namely interrogatory responses and late filed exhibits, which would in the opinion of Springwich, Metro Mobile, and Litchfield result in the disclosure of confidential and proprietary information, and which information Springwich, Metro Mobile, and Litchfield contend constitutes trade secrets.

NOW THEREFORE, IT IS HEREBY ORDERED that the following procedure be adopted for the protection of said interrogatory responses and late filed exhibits by or from Springwich, Metro Mobile, and Litchfield:

1. Any and all information provided by Springwich, whether in documentary form or otherwise, identified as follows: Attachment A to TE-3, Attachment A to TE-5, and Attachment A to TE-6, and any and all information requested on or after the hearings commenced in this proceeding on May 12, 1994, and which the Department has or may in the future require Springwich to provide on a protected basis, including but not limited to Springwich's responses to late-filed requests number 2, 3, 4, 5, 7 and 9 (portions), shall be governed by the terms of this Order (hereafter, together with the information provided hereunder by Metro Mobile and Litchfield, the "Confidential Information"). This Order is applicable to all such "Confidential Information, whether in the form of documents, data, testimony, studies, or otherwise, and applies also to any material in the form of documents, data, testimony, studies, or otherwise which may be created for purposes of this proceeding by Recipients, as defined below, based upon or by reference to the Confidential Information.

2. Any and all information provided by Metro Mobile, whether in documentary form or otherwise, identified as follows: TE-3 and TE-6, and any and all information requested on or after the hearings commenced in this proceeding on May 12, 1994 and which the Department has or may in the future require Metro Mobile to provide on a protected basis, shall be governed by the terms of this Order. This Order is applicable to all such Confidential Information, whether in the form of documents, data, testimony, studies, or

otherwise, and applies also to any material in the form of documents, data, testimony, studies, or otherwise which may be created for purposes of this proceeding by Recipients, as defined below, based upon or by reference to the Confidential Information.

3. Any and all information provided by Litchfield, whether in documentary form or otherwise, identified as follows: TE-3, and TE-6 and any and all information requested on or after the hearings commenced in this proceeding on May 12, 1994 and which the Department has or may in the future require Litchfield to provide on a protected basis, shall be governed by the terms of this Order. This Order is applicable to all such Confidential Information, whether in the form of documents, data, testimony, studies, or otherwise and applies also to any material in the form of documents, data, testimony, studies, or otherwise which may be created for purposes of this proceeding by Recipients, as defined below, based upon or by reference to the Confidential Information.

4. All Confidential Information made available pursuant to this Order shall be given solely to the Federal Communications Commission ("Commission") and any member of its staff. Such Confidential Information shall also be provided, subject to the terms of this Order, to the following Recipients: the Office of Consumer Counsel, and any member of its staff; the Attorney General, and any member of his staff; Jean L. Kiddo and Shelley L. Spencer (as outside counsel to Springwiche) of Swidler & Berlin, Chtd; Robert P. Knickerbocker (as outside counsel to Metro Mobile) of Day, Berry & Howard; Thomas Ryan (as outside counsel to Escotel Cellular, Inc., The Phone Extension, Inc., and Esco PCN Telecommunications, Inc.); Paul E. Knag (as outside counsel to the Connecticut Resellers Coalition) of Cummings and Lockwood; Charles W. King (as outside expert witness for the Connecticut Resellers Coalition) of Snively & King; and Jerry A. Hausman (as outside expert witness for Metro Mobile and, for purposes of this Order, as outside expert for Springwiche) of the Massachusetts Institute of Technology; and to such individuals at their respective firms or other independent outside experts retained by any admitted party or intervenor herein as may also execute a copy of this Order and submit such executed copy to the Department, with a copy to counsel for Springwiche, Metro Mobile and to Litchfield. Confidential Information may not be provided or disclosed in any manner by the Commission or any Recipient to any individual with operational responsibilities at any party or intervenor or to anyone else whatsoever except those designated as permissible Recipients hereunder.

5. Confidential Information will be plainly marked as such and delivered in sealed envelopes to William F. Caton, Secretary, Federal Communications Commission, for filing under seal, and to the other recipients. Confidential Information so provided shall be

maintained by the Commission and Recipients in sealed envelopes or containers and a statement in the following form placed on such envelope or container:

THIS ENVELOPE IS NOT TO BE OPENED  
NOR THE CONTENTS THEREOF TO BE  
DISPLAYED OR REVEALED EXCEPT PURSUANT  
TO THE PROTECTIVE ORDER ISSUED IN  
PR DOCKET NO. 94-106.

6. The Commission and all Recipients shall be bound by the terms of this Order.
7. In the event the Confidential Information is to be used in any manner in this proceeding before the Commission, such proceeding or hearing shall not be held before, nor any record of it made available to, any party, intervenor, or any other person or entity other than under seal issued hereunder. Present at such proceeding or hearing shall be the Recipients, as well as counsel and representatives of Springfield where Confidential Information provided by Springfield is used, counsel and representatives of Metro Mobile where Confidential Information provided by Metro Mobile is used, and by counsel and representatives of Litchfield where Confidential Information provided by Litchfield is used; provided, however, that outside counsel of Springfield, Metro Mobile, and Litchfield may participate in all such proceedings or hearings. No record shall be disclosed or communication made at any time to any person or entity other than as specified in this Order, except by Commission decision explicitly providing affected parties the opportunity for prior judicial review.
8. Any reference to Confidential Information in briefs in this proceeding shall be by separate supplemental or unredacted briefs, which supplemental or unredacted briefs shall be plainly marked to identify the contents as Confidential Information, shall be separately filed with the Commission in plainly marked sealed envelopes, shall be distributed only to individuals who are permitted access to the Confidential Information pursuant to this Order, and will be retained by the Commission under seal.
9. No copies shall be made of the Confidential Information other than for the Recipients unless expressly ordered by the Commission.
10. Nothing herein shall be construed as a final determination that any of the Confidential Information will be admissible as substantive evidence in this proceeding or at any hearing. Moreover, nothing herein shall be considered a waiver of either party's right to assert at a later date that the material is or is not proprietary or is privileged. A party seeking to change the terms of this Order shall by Motion give the other parties three (3) days prior written notice. No information protected by this Order shall be made public until the Commission rules on any request to change the terms of the Order and such ruling becomes final.

11. Confidential Information otherwise properly discovered, even though also subject to the terms of this Order, shall not be considered protected by this Order.

12. No Recipient shall use or disclose the Confidential Information for purposes of business or competition, or for any other purpose, other than the purpose of preparation for and conduct of Commission proceedings, and then solely as contemplated herein, and shall in good faith take all reasonable precautions to keep the Confidential Information secure and in accordance with the purposes and intent of this Order. To the extent that the Commission determines to use any Confidential Information in findings of fact or otherwise in its decision in this proceeding, it shall do so in an addendum to its decision, and shall maintain such addendum subject to the terms of this Order.

13. Confidential Information made part of the record in this proceeding shall remain in the possession of the Recipients; provided, however, that all Springwiche Confidential Information shall be returned to Springwiche, all Metro Mobile Confidential Information shall be returned to Metro Mobile, and all Litchfield Confidential Information shall be returned to Litchfield, within 10 days after demand following a final decision of the FCC proceeding described herein, including any appeal therefrom. Confidential Information to be returned shall include all Confidential Information provided by Springwiche, Metro Mobile, and Litchfield including any documents, data, testimony, studies, briefs, or materials in any form whatsoever created by Recipients bases upon or by reference to such Confidential Information.

14. Employees of Springwiche shall not review or seek to review the Confidential Information provided by Metro Mobile and Litchfield, employees of Metro Mobile shall not review or seek to review the Confidential Information provided by Springwiche and Litchfield, and employees of Litchfield shall not review or seek to review the Confidential Information provided by Springwiche and Metro Mobile. Provided, however, that Springwiche, Metro Mobile, and Litchfield will provide their Confidential Information to the outside counsel of each other.

CERTIFICATE OF SERVICE

I, Charles D. Ray, hereby certify that a copy of the foregoing Declaration [PR DOCKET 94-106] was mailed, postage prepaid, this 16th day of February, 1995 to the following parties:

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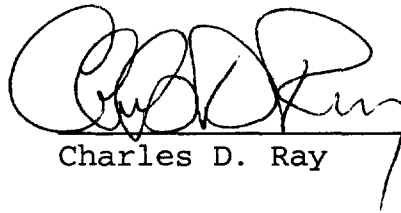
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